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*Counsel for UBS Securities LLC and UBS
AG, London Branch*

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

| | |
|---|---------------------------|
| -----X | |
| <i>In re</i> | : |
| | : |
| | : Chapter 11 |
| HIGHLAND CAPITAL MANAGEMENT, L.P., ¹ | : |
| | : |
| | : Case No. 19-34054-sgj11 |
| Debtor. | : |
| -----X | |

UBS'S WITNESS AND EXHIBIT LIST FOR NOVEMBER 20, 2020 HEARING

UBS Securities LLC and UBS AG, London Branch (together, "UBS"), by and through their undersigned counsel, submit the following witness and exhibit list for the hearing set for 9:30

¹ The Debtor's last four digits of its taxpayer identification number are 6725. The headquarters and service address for the Debtor is 300 Crescent Court, Suite 700, Dallas, TX 75201.

am Central Time on November 20, 2020 in connection with (i) the Debtor's and Redeemer and Crusader Funds' *Motions for Partial Summary Judgment on Proof of Claim Nos. 190 and 191* [Docket Nos. 1180 and 1183], and *UBS's Motion for Temporary Allowance of Claims for Voting Purposes Pursuant to Federal Rule of Bankruptcy Procedure 3018* [Docket No. 1338].²

A. WITNESSES:

1. Omar Elshahawi
2. Any witness called or designated by any other party at the hearing; and
3. Any witness necessary for impeachment or rebuttal.

B. PARTIAL SUMMARY JUDGMENT MOTION EXHIBITS:

| Ex. No. | Exhibit | Offered | Admitted |
|---------|--|---------|----------|
| 1 | Transcript of Proceedings: UBS's Motion for Relief from Automatic Stay to Proceed with State Court Action (644), <i>In re Highland Capital Mgmt., L.P.</i> , No. 19-34054-sgj-11 (Bankr. N.D. Tex. June 15, 2020) [Ex. 1 to Docket No. 1345] [UBS001-UBS128] | | |
| 2 | Transcript of Proceedings: Status Conference Re: Objection to Claim of UBS Securities LLC and UBS AG, London Branch (#928), <i>In re Highland Capital Mgmt., L.P.</i> , No. 19-34054-sgj-11 (Bankr. N.D. Tex. Oct. 6, 2020) [Ex. 2 to Docket No. 1345] [UBS129-UBS187] | | |
| 3 | Order, <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 (N.Y. Sup. Ct. Aug. 9, 2010) [Ex. 3 to Docket No. 1345] [UBS188-UBS189] | | |
| 4 | Order, <i>UBS Sec. LLC v. Highland Credit Strategies Master Fund, L.P.</i> , No. M-6118 (N.Y. App. Div. Jan. 30, 2014) [Ex. 4 to Docket No. 1345] [UBS190-UBS191] | | |

² Citations herein to "[UBS#]" refer to exhibits attached to UBS's Summary Judgment Appendix [Docket No. 1345] while "[UBSAG#]" refers to exhibits attached to UBS's 3018 Motion Appendix [Docket No. 1346].

| Ex. No. | Exhibit | Offered | Admitted |
|---------|--|---------|----------|
| 5 | Stipulation and Order, <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 (N.Y. Sup. Ct. Oct. 3, 2013) [Ex. 5 to Docket No. 1345] [UBS192-UBS194] | | |
| 6 | Order, <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 (N.Y. App. Div. Mar. 15, 2018) [Ex. 6 to Docket No. 1345] [UBS195-UBS196] | | |
| 7 | Letter from Andrew Clubok to New York State Supreme Court (Jan. 26, 2017) [Ex. 7 to Docket No. 1345] [UBS197-UBS201] | | |
| 8 | Email from Kevin Latimer to Jim Dondero (Jan. 16, 2009) [Ex. 8 to Docket No. 1345] [UBS202-UBS203] | | |
| 9 | Deposition of Todd Travers (excerpts), <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 (N.Y. Sup. Ct. Apr. 3, 2012) [Ex. 1 to Docket No. 1355] [UBS204-UBS206] (filed under seal) | | |
| 10 | Amended and Restated Management Agreement (Apr. 17, 2007) [Ex. 2 to Docket No. 1355] [UBS207-UBS230] (filed under seal) | | |
| 11 | Investment Management Agreement between Highland CDO Opportunity Master Fund, L.P., and Highland Capital Management, L.P. (Jan. 1, 2006) [Ex. 3 to Docket No. 1355] [UBS231-UBS241] (filed under seal) | | |
| 12 | Email from Clifford Stoops to Matt Griffith (Dec. 10, 2008) [Ex. 4 to Docket No. 1355] [UBS242-UBS243] (filed under seal) | | |
| 13 | Confidential Brief for Defendant-Appellant-Cross-Respondent, <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 (N.Y. App. Div. Oct. 4, 2010) [Ex. 5 to Docket No. 1355] [UBS244-UBS322] (filed under seal) | | |
| 14 | Memorandum of Law in Support of Motion for Reargument, <i>Highland Capital Mgmt., L.P. v. UBS Sec. LLC</i> , No. 650097/09 (N.Y. App. Div. Oct. 4, 2010) [Ex. 6 to Docket No. 1355] [UBS323-UBS337] (filed under seal) | | |
| 15 | Confidential Opposition to Motion for Reargument, <i>UBS Sec. LLC v. Highland Credit Strategies Master Fund, L.P.</i> , No. 650097-09 (N.Y. App. Div. Dec. 7, 2017) [Ex. 7 to Docket No. 1355] [UBS338-UBS370] (filed under seal) | | |

| Ex. No. | Exhibit | Offered | Admitted |
|---------|--|---------|----------|
| 16 | Email from Marc Feinstein to Andrew Clubok (June 1, 2015) [Ex. 8 to Docket No. 1355] [UBS371-UBS374] (filed under seal) | | |
| 17 | Defendants Highland Capital Management, L.P. et al.'s Memorandum of Law in Support of Their Motion for Summary Judgement, <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 (N.Y. Sup. Ct. Oct. 17, 2013) [Ex. 9 to Docket No. 1355] [UBS375-UBS408] (filed under seal) | | |
| 18 | Fund Counterparties' and Highland Capital Management's Post-Trial Memorandum of Law Regarding Certain Offsets, <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 (N.Y. Sup. Ct. Oct. 10, 2018) [Docket No. 592] [Ex. 10 to Docket No. 1355] [UBS409-UBS439] (filed under seal) | | |
| 19 | Defendants Highland Credit Strategies Master Fund, L.P.'s and Highland Crusader Offshore Partners, L.P.'s Memorandum of Law in Support of Their Motion to Dismiss Second Amended Complaint, <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 (N.Y. Sup. Ct. May 25, 2012) [Ex. 11 to Docket No. 1355] [UBS440-UBS468] (filed under seal) | | |
| 20 | Letter from Andrew Clubok to State Supreme Court, <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 (N.Y. Sup. Ct. July 21, 2015) [Ex. 12 to Docket No. 1355] [UBS469-UBS471] (filed under seal) | | |
| 21 | Defendants' Memorandum of Law in Opposition to Plaintiffs' Omnibus Motion in Limine, <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 (N.Y. Sup. Ct. June 13, 2017) [Ex. 13 to Docket No. 1355] [UBS472-UBS502] (filed under seal) | | |
| 22 | Declaration of Sarah Tomkowiak and all exhibits thereto [Ex. 10 to Docket No. 1345] [UBS503-UBS571] | | |
| 23 | Proof of Claim No. 190 filed by UBS Securities LLC [Ex. 1 to Docket No. 1346] [UBSAG001-UBSAG122] | | |
| 24 | Proof of Claim No. 191 filed by UBS AG, London Branch [Ex. 2 to Docket No. 1346] [UBSGAG123-UBSAG244] | | |
| 25 | Minutes of a Meeting of the Board of Directors of Highland Financial Partners, L.P. (Mar. 16, 2009) [Ex. 16 to Docket No. 1356] [UBSAG1046-UBSAG1067] (filed under seal) | | |

| Ex. No. | Exhibit | Offered | Admitted |
|---------|---|---------|----------|
| 26 | Defendants-Appellants-Cross-Respondents' and Defendants-Appellants' Memorandum of Law in Support of Motion for Leave to Appeal [Confidential], <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 (N.Y. App. Div. April 20, 2018) (pending, confidential) | | |
| 27 | Plaintiffs-Respondents-Cross-Appellants' Opposition to Motion for Leave to Appeal, <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 (N.Y. App. Div. May 17, 2018) (pending, confidential) | | |
| 28 | Defendants-Appellants-Cross-Respondents' and Defendants-Appellants' Reply Memorandum of Law in Further Support of Motion for Leave to Appeal [Confidential], <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 (N.Y. App. Div. May 31, 2018) (pending, confidential) | | |
| 29 | Order, <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 (N.Y. App. Div. Aug. 16, 2018) | | |
| 30 | Supplement to Special Master Discovery Order Number 14, <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , Nos. 650097/09 and 650752/10 (Apr. 12, 2012) (pending, confidential) | | |
| 31 | All exhibits identified by or offered by any other party at the hearing | | |
| 32 | All exhibits necessary for impeachment and/or rebuttal purposes | | |
| 33 | Any pleadings, reports, or other documents entered or filed in this action, including any exhibits thereto | | |

C. 3018 MOTION EXHIBITS:

| Ex. No. | Exhibit | Offered | Admitted |
|---------|--|---------|----------|
| AG1 | Proof of Claim No. 190 filed by UBS Securities LLC [Ex. 1 to Docket No. 1346] [UBSAG001-UBSAG122] | | |
| AG2 | Proof of Claim No. 191 filed by UBS AG, London Branch [Ex. 2 to Docket No. 1346] [UBSAG123-UBSAG244] | | |

| Ex. No. | Exhibit | Offered | Admitted |
|---------|---|---------|----------|
| AG3 | Complaint, <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 (N.Y. Sup. Ct. Feb. 24, 2009) [Ex. 3 to Docket No. 1346] [UBSAG245-UBSAG259] | | |
| AG4 | Judgment, <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 (N.Y. Sup. Ct. Feb. 10, 2020) [Ex. 4 to Docket No. 1346] [UBSAG260-UBSAG264] | | |
| AG5 | Order, <i>UBS Sec. LLC v. Highland Credit Strategies Master Fund, L.P.</i> , No. 650097/09 (N.Y. App. Div. Mar. 15, 2018) [Ex. 5 to Docket No. 1346] [UBSAG265-UBSAG270] | | |
| AG6 | Email from Kevin Latimer to Jim Dondero (Jan. 16, 2009) [Ex. 6 to Docket No. 1346] [UBSAG271-UBSAG272] | | |
| AG7 | Trial Testimony of Keith Grimaldi on July 9, 2018, <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 [Ex. 7 to Docket No. 1346] [UBSAG273-UBSAG275] | | |
| AG8 | Decision and Order on Summary Judgment, <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 (N.Y. Sup. Ct. Mar. 24, 2017) [Ex. 8 to Docket No. 1346] [UBSAG276-UBSAG312] | | |
| AG9 | Engagement Letter (Mar. 14, 2008) [Ex. 1 to Docket No. 1356] [UBSAG313-UBSAG333] (filed under seal) | | |
| AG10 | Cash Warehouse Agreement (Mar. 14, 2008) [Ex. 2 to Docket No. 1356] [UBSAG334-UBSAG366] (filed under seal) | | |
| AG11 | Synthetic Warehouse Agreement (Mar. 14, 2008) [Ex. 3 to Docket No. 1356] [UBSAG367-UBSAG456] (filed under seal) | | |
| AG12 | Complaint, <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650752/10 (N.Y. Sup. Ct. June 28, 2010) [Docket No. 2] [Ex. 4 to Docket No. 1356] [UBSAG457-UBSAG766] (filed under seal) | | |
| AG13 | Settlement Agreement and Release with Highland Crusader Offshore Partners, L.P., and Highland Crusader Holding Corporation (June 2015) [Ex. 5 to Docket No. 1356] [UBSAG767-UBSAG805] (filed under seal) | | |

| Ex. No. | Exhibit | Offered | Admitted |
|---------|---|---------|----------|
| AG14 | Settlement Agreement and Release with Highland Credit Strategies Master Fund, L.P. (June 2015) [Ex. 6 to Docket No. 1356] [UBSAG806-UBSAG831] (filed under seal) | | |
| AG15 | Deposition of John Levitske, <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 (N.Y. Sup. Ct. June 26, 2013), excerpt [Ex. 7 to Docket No. 1356] [UBSAG832-UBSAG835] (filed under seal) | | |
| AG16 | Deposition of Frank Waterhouse, <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 (N.Y. Sup. Ct. Jan. 12, 2012), excerpt [Ex. 8 to Docket No. 1356] [UBSAG836-UBSAG838] (filed under seal) | | |
| AG17 | Letter from Highland Financial Partners, L.P. to Investors (Jan. 27, 2009) [Ex. 9 to Docket No. 1356] [UBSAG839-UBSAG870] (filed under seal) | | |
| AG18 | Amended and Restated Management Agreement (Apr. 17, 2007) [Ex. 10 to Docket No. 1356] [UBSAG871-UBSAG894] (filed under seal) | | |
| AG19 | Investment Management Agreement between Highland CDO Opportunity Master Fund, L.P., and Highland Capital Management, L.P. (Jan. 1, 2006) [Ex. 11 to Docket No. 1356] [UBSAG895-UBSAG905] (filed under seal) | | |
| AG20 | Affidavit of Philip Braner, <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 (N.Y. Sup. Ct. Oct. 16, 2013) [Ex. 12 to Docket No. 1356] [UBSAG906-UBSAG910] (filed under seal) | | |
| AG21 | Expert Report of Louis G. Dudney, CPA, CFF (Mar. 8, 2013) [Ex. 13 to Docket No. 1356] [UBSAG911-UBSAG1041] (filed under seal) | | |
| AG22 | Highland Ownership Chart (H_1760206) [Ex. 14 to Docket No. 1356] [UBSAG1042-UBSAG1043] (filed under seal) | | |
| AG23 | Email from Clifford Stoops to Matt Griffith (Dec. 10, 2008) [Ex. 15 to Docket No. 1356] [UBSAG1044-UBSAG1045] (filed under seal) | | |

| Ex. No. | Exhibit | Offered | Admitted |
|---------|--|---------|----------|
| AG24 | Minutes of a Meeting of the Board of Directors of Highland Financial Partners, L.P. (Mar. 16, 2009) [Ex. 16 to Docket No. 1356] [UBSAG1046-UBSAG1067] (filed under seal) | | |
| AG25 | Email from Philip Braner to David Simmons (Dec. 23, 2008) [Ex. 17 to Docket No. 1356] [UBSAG1068-UBSAG1075] (filed under seal) | | |
| AG26 | Deposition of Todd Travers, <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 (N.Y. Sup. Ct. Apr. 3, 2012), excerpt [Ex. 18 to Docket No. 1356] [UBSAG1076-UBSAG1080] (filed under seal) | | |
| AG27 | Deposition of Philip Braner, <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 (N.Y. Sup. Ct. Dec. 6, 2011), excerpt [Ex. 19 to Docket No. 1356] [UBSAG1081-UBSAG1084] (filed under seal) | | |
| AG28 | Affidavit of Timothy E. LeRoux, <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 (N.Y. Sup. Ct. Mar. 17, 2010) [Ex. 20 to Docket No. 1356] [UBSAG1085-UBSAG1100] (filed under seal) | | |
| AG29 | Email from Richard Buttimer to Clint Gilchrist et al. re: "HFP Valuation" (Mar. 26, 2009) [Ex. 21 to Docket No. 1356] [UBSAG1101-UBSAG1110] (filed under seal) | | |
| AG30 | Letter from Andrew Clubok to Jeffrey Pomerantz re: Payment Demand to CDO Fund and SOHC Pursuant to the Judgment Entered by the Supreme Court of the State of New York (Sept. 16, 2020) | | |
| AG31 | Letter from Andrew Clubok to Jeffrey Pomerantz re: Second Payment Demand to CDO Fund and SOHC Pursuant to the Judgment Entered by the Supreme Court of the State of New York (Nov. 6, 2020) | | |
| AG32 | Deposition of Clifford Stoops, <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 (N.Y. Sup. Ct. Nov. 30, 2011), excerpt (pending, confidential) | | |
| AG33 | Deposition of Michael Colvin, <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 (N.Y. Sup. Ct. Nov. 13, 2012), excerpt (pending, confidential) | | |

| Ex. No. | Exhibit | Offered | Admitted |
|---------|--|---------|----------|
| AG34 | Deposition of Philip Braner, <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 (N.Y. Sup. Ct. Aug. 21, & Nov. 20, 2012), excerpts (pending, confidential) | | |
| AG35 | Deposition of Patrick Daugherty, <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 (N.Y. Sup. Ct. July 11, 2012), excerpt (pending, confidential) | | |
| AG36 | Deposition of Todd Travers, <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 (N.Y. Sup. Ct. Apr. 3, 2012), additional excerpt (pending, confidential) | | |
| AG37 | Deposition of James Dondero, <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 (N.Y. Sup. Ct. June 11 & 12, 2012), excerpt (pending, confidential) | | |
| AG38 | Deposition of Kevin Dowd, <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 (N.Y. Sup. Ct. June 11, 2012), excerpt (pending, confidential) | | |
| AG39 | Deposition of Gene McQuown, <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 (N.Y. Sup. Ct. Mar. 14, 2012), excerpt (pending, confidential) | | |
| AG40 | Deposition of David Smith, <i>UBS Sec. LLC v. Highland Capital Mgmt., L.P.</i> , No. 650097/09 (N.Y. Sup. Ct. May 23, 2013), excerpt (pending, confidential) | | |
| AG41 | Email from Mae Fu to Frank Waterhouse et al. re: “HFP Note – 10/31 revised draft” (Jan. 6, 2009) (pending, confidential) | | |
| AG42 | Presentation of a Meeting of the Board of Directors of Highland Financial Partners, L.P. (Nov. 18, 2008), excerpt (pending, confidential) | | |
| AG43 | Highland Capital Management, L.P., Consolidated Financial Statements with Report of Independent Auditors (Dec. 13, 2008), excerpt (pending, confidential) | | |
| AG44 | CDO Fund Workbook – 12.31.11_Highland-UBS002910 – Highland-UBS002910, excerpt (pending, confidential) | | |
| AG45 | HFP Financials – TAX – 2010_Highland 066960 – Highland066989, excerpt (pending, confidential) | | |

| Ex. No. | Exhibit | Offered | Admitted |
|---------|---|---------|----------|
| AG46 | HFP Consolidated 12.31.08 (as of 4.13.09)_Highland064088 – Highland064089, excerpt (pending, confidential) | | |
| AG47 | All exhibits identified by or offered by any other party at the hearing | | |
| AG48 | All exhibits necessary for impeachment and/or rebuttal purposes | | |
| AG49 | Any pleadings, reports, or other documents entered or filed in this action, including any exhibits thereto | | |

UBS reserves the right to amend or supplement this witness and exhibit list prior to the hearing.

DATED this 17th day of November, 2020.

LATHAM & WATKINS LLP

By /s/ Andrew Clubok

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*Counsel for UBS Securities LLC and UBS
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CERTIFICATE OF SERVICE

I, Martin Sosland, certify that *UBS's Witness and Exhibit List For November 20, 2020 Hearing* was filed electronically through the Court's ECF system, which provides notice to all parties of interest.

Dated: November 17, 2020.

/s/ Martin Sosland